

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE RESCAP LIQUIDATING TRUST
MORTGAGE PURCHASE LITIGATION

Case No. 12-12020 (MG) (Ch. 11)
Adv. Proc. No. 14-07900 (MG)

This document relates to:

Residential Funding Co. v. HSBC Mortg.
Corp. (USA), Adv. Proc. No. 14-01915 (MG)

Residential Funding Co. v. UBS Real Estate
Secs., Inc., Adv. Proc. No. 14-01926 (MG)

ResCap Liquidating Trust v. Summit Fin.
Mortg. LLC, Adv. Proc. No. 14-01996 (MG)

ResCap Liquidating Trust v. Mortg. Investors
Grp., Inc., Adv. Proc. No. 14-02004 (MG)

Residential Funding Co. v. SunTrust Mortg.
Inc., Adv. Proc. No. 13-1820 (MG)

**DECLARATION OF KRISTA ANDERSON
IN SUPPORT OF DEFENDANTS'
MEMORANDUM OF LAW IN SUPPORT
OF THEIR MOTION TO MODIFY
ORDER APPOINTING MEDIATOR**

I, Krista Anderson, declare as follows:

1. I am admitted *pro hac vice* to the Bar of this Court and am an attorney at the law firm of Williams & Connolly LLP, counsel for Defendant HSBC Mortgage Corp. (USA).

2. I respectfully submit this Declaration in support of Defendants' Memorandum of Law in Support of Their Motion to Modify Order Appointing Mediator in order to transmit to the Court true and correct copies of the documents described below.

3. Attached hereto as Exhibit A is a copy of excerpts from the Findings of Fact, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 6066 (Bankr. S.D.N.Y. Dec. 11, 2013).

4. Attached hereto as Exhibit B is a copy of the Order Appointing Mediator, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 2519 (Bankr. S.D.N.Y. Dec. 26, 2012).

5. Attached hereto as Exhibit C is a copy of excerpts from Defendants' Joint First Set of Requests for Production to Plaintiff ResCap Liquidating Trust, *In re ResCap Liquidating Trust Mortgage Purchase Litigation* (Bankr. S.D.N.Y. July 23, 2014).

6. Attached hereto as Exhibit D is a copy of excerpts from Plaintiff's Responses and Objections to Defendants' Joint First Set of Requests for Production, *In re ResCap Liquidating Trust Mortgage Purchase Litigation* (Bankr. S.D.N.Y. Aug. 22, 2014).

7. Attached hereto as Exhibit E is a copy of an email from Geneva McDaniel to N. Mahmood Ahmad, *et al.*, dated February 18, 2015.

8. Attached hereto as Exhibit F is a copy of excerpts from the Direct Testimony of Michael A. Carpenter, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 5695 (Bankr. S.D.N.Y. Nov. 11, 2013).

9. Attached hereto as Exhibit G [REDACTED]

10. Attached hereto as Exhibit H is a copy of excerpts from the Objection of the Official Committee of Unsecured Creditors to the Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of the RMBS Trust Settlement Agreements, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 2825 (Bankr. S.D.N.Y. Feb. 1, 2013).

11. Attached hereto as Exhibit I [REDACTED]

12. Attached hereto as Exhibit J is a copy of excerpts from the deposition transcript of Timothy Devine, *In re Residential Capital, LLC, et al.*, No. 12-12020 (Bankr. S.D.N.Y. Nov. 19, 2012).

13. Attached hereto as Exhibit K [REDACTED]

14. Attached hereto as Exhibit L is a copy of the Appointment of Official Committee of Unsecured Creditors, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 102 (Bankr. S.D.N.Y. May 16, 2012).

15. Attached hereto as Exhibit M is a copy of excerpts from Gibbs & Bruns' Response in Opposition to the Motion of the Official Committee of Unsecured Creditors to Compel Gibbs & Bruns to Produce Settlement Communications, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 1597 (Bankr. S.D.N.Y. Sept. 26, 2012).

16. Attached hereto as Exhibit N is a copy of excerpts from the Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC, *et al.* and the Official Committee of Unsecured Creditors, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 6065-1 (Bankr. S.D.N.Y. Dec. 11, 2013).

17. Attached hereto as Exhibit O is a copy of excerpts from the Objection of the Notes Trustee and Ad Hoc Committee of Junior Secured Noteholders to Confirmation of Plan Proponents' Chapter 11 Plan, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 5443-1 (Bankr. S.D.N.Y. Oct. 22, 2013).

18. Attached hereto as Exhibit P is a copy of excerpts from the Order Confirming Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC, *et al.* and the Official Committee of Unsecured Creditors, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 6065 (Bankr. S.D.N.Y. Dec. 11, 2013).

19. Attached hereto as Exhibit Q is a copy of excerpts from the Amended and Restated ResCap Liquidating Trust Agreement, dated December 17, 2013.

20. Attached hereto as Exhibit R is a copy of excerpts from the transcript of the Mediation Hearing before Hon. Martin Glenn, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 2523 (Bankr. S.D.N.Y. Dec. 20, 2012).

21. Attached hereto as Exhibit S is a copy of a letter from N. Mahmood Ahmad to Isaac Nesser, dated November 26, 2014.

22. Attached hereto as Exhibit T is a copy of excerpts from a letter from Anthony Alden to N. Mahmood Ahmad, dated December 30, 2014.

23. Attached hereto as Exhibit U is a copy of excerpts from the transcript of the Conference on the Status of Discovery and Other Matters Related to Debtors' Motion Pursuant

to Fed. R. Bankr. P. 9019 for Approval of the RMBS Settlement Agreements before Hon. Martin Glenn, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 1616 (Bankr. S.D.N.Y. Sept. 19, 2012).

24. Attached hereto as Exhibit V [REDACTED]

[REDACTED]

[REDACTED]

25. Attached hereto as Exhibit W is a copy of excerpts from Ally Financial, Inc.'s Form 10-Q for the quarterly period ended Mar. 31, 2012, dated April 27, 2012.

26. Attached hereto as Exhibit X [REDACTED]

[REDACTED]

27. Attached hereto as Exhibit Y [REDACTED]

[REDACTED]

28. Attached hereto as Exhibit Z [REDACTED]

[REDACTED]

[REDACTED]

29. Attached hereto as Exhibit AA is a copy of excerpts from the Direct Examination of Frank Sillman, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 5703 (Bankr. S.D.N.Y. Nov. 12, 2013).

30. Attached hereto as Exhibit BB [REDACTED]

[REDACTED]

31. Attached hereto as Exhibit CC [REDACTED]

[REDACTED]

32. Attached hereto as Exhibit DD is a copy of excerpts from the Declaration of Allen M. Pfeiffer, *In re Residential Capital, LLC, et al.*, No. 12-12020, Dkt. No. 5682 (Bankr. S.D.N.Y. Nov. 12, 2013).

33. Attached hereto as Exhibit EE is a copy of a letter from Rebecca Macfie to N. Mahmood Ahmad, dated March 26, 2015.

34. Attached hereto as Exhibit FF is a copy of excerpts from a letter from Daniel Donovan to David Woll providing the objections and responses of Ally Financial, Inc. to Defendants' subpoena, dated May 20, 2015.

35. Attached hereto as Exhibit GG is a copy of excerpts of Non-Party Financial Guaranty Insurance Company's Objection to Defendants' Subpoena for Production of Documents, *In re RFC and ResCap Liquidating Trust Litigation*, No. 13-3451 (D. Minn. Mar. 5, 2015).

36. Attached hereto as Exhibit HH is a copy of excerpts from Paulson & Co. Inc.'s Objections and Responses to Subpoena of PNC Bank, N.A., *In re RFC and ResCap Liquidating Trust Litigation*, No. 13-3451 (D. Minn. Feb. 19, 2015).

37. Attached hereto as Exhibit II is a copy of excerpts from the Response to Subpoena to Frank Sillman to Produce Documents, Information, or Objects, *In re ResCap Liquidating Trust Mortgage Purchase Litigation*, No. 14-7900 (Bankr. S.D.N.Y. Apr. 30, 2015).

38. Attached hereto as Exhibit JJ is a copy of excerpts from Plaintiff's letter to Hon. Hildy Bowbeer, *In re RFC and ResCap Liquidating Trust Litigation*, No. 13-3451, Dkt. No. 455 (D. Minn. May 18, 2015).

I declare under penalty of perjury under the laws of the United States of America that
the foregoing is true and correct.

Executed this 3rd day of June 2015 in Washington, D.C.

/s/ Krista Anderson
Krista Anderson